

EXHIBIT A

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re

Chapter 11

AMPLE HILLS HOLDINGS, INC., *et al.*,

Case No. 20-41559-nhl

Debtors.¹

(Jointly Administered)

**ORDER AUTHORIZING AND APPROVING THE RETENTION
AND EMPLOYMENT OF PORZIO, BROMBERG & NEWMAN, P.C.
AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
EFFECTIVE AS OF APRIL 24, 2020**

Upon consideration of the Application for Entry of an Order Authorizing and Approving the Retention and Employment of Porzio, Bromberg & Newman, P.C. ("Porzio") as Counsel for the Official Committee of Unsecured Creditors (the "Committee"), effective as of April 24, 2020 (the "Application");² and upon the Declaration of Rachel A. Parisi, an attorney with Porzio, in support of the Application (the "Parisi Declaration"); the Court being satisfied based on the representations made in the Application and in the Parisi Declaration that said attorneys represent no interest adverse to the Committee, that they are disinterested persons as that term is defined under section 101(14) of the Bankruptcy Code, as modified by section 1103(b) of the Bankruptcy Code, and that their employment is necessary and would be in the best interests of the Committee, and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Ample Hills Holdings, Inc. (2347); Ample Hills Astoria, LLC (3001); Ample Hills Aventura, LLC (4022); Ample Hills Chelsea, LLC (1803); Ample Hills Creamery, Inc. (9650); Ample Hills Essex Street Market, LLC (8522); Ample Hills Fireboat House, LLC (6699); Ample Hills Gowanus, LLC (2450); Ample Hills Highline, LLC (0197); Ample Hills Jersey City, LLC (7428); Ample Hills LBV, LLC (6652); Ample Hills Manufacturing, LLC (5506); Ample Hills PPW, LLC (2968); Ample Hills Red Hook, LLC (4518); Ample Hills Vanderbilt, LLC (7255); Ample Hills Wholesale Online, LLC (3008).

² Capitalized terms not otherwise defined herein shall have the meanings set forth in the Application.

1. The Application is GRANTED as set forth herein.
2. Pursuant to sections 328 and 1103(a) of the Bankruptcy Code, the Committee is authorized to employ and retain Porzio as counsel, effective as of April 24, 2020.
3. Porzio shall be entitled to allowance of compensation and reimbursement of expenses upon the filing and approval of interim and final applications pursuant to the Bankruptcy Rules, the Local Bankruptcy Rules, and such other orders as this Court may direct.
4. Porzio shall apply for compensation and professional services rendered and reimbursement of expenses incurred in connection with the Debtors' chapter 11 cases upon appropriate notice and hearing in compliance with sections 330 and 331 of the Bankruptcy Code, and applicable provisions of the Bankruptcy Rules, the Local Bankruptcy Rules, and such other procedures as may be fixed by order of this Court.
5. Prior to any increases in Porzio's rates for any individual employed by Porzio and providing services in these cases, Porzio shall provide ten (10) business days' notice to the Committee and the Office of the United States Trustee, and shall file a supplemental declaration setting forth the requested rate increases and state whether the Committee has consented to the rate increase. The Office of the United States Trustee retains all rights to object to any rate increase on all grounds including, but not limited to, the reasonableness standard provided for in Section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to Section 330 of the Bankruptcy Code.

[Order continues on following page]

6. The Court shall retain jurisdiction to hear and determine all matters arising from the implemental of this Order.

Dated: June 1, 2020
Brooklyn, New York



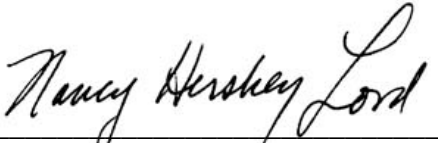

Nancy Hershey Lord
United States Bankruptcy Judge

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

-----	X	
	:	
In re:	:	Chapter 11
	:	
AMPLE HILLS HOLDINGS, INC., et al. ¹ ,	:	
	:	Case No.. 20-41559-NHL
Debtors.	:	
	:	(Jointly Administered)
-----	X	

**CERTIFICATION OF ROBERT M. SCHECHTER IN SUPPORT OF
FIRST APPLICATION OF PORZIO, BROMBERG & NEWMAN, P.C.
FOR ALLOWANCE AND PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS DURING THE
PERIOD OF APRIL 24, 2020 THROUGH JUNE 30, 2020**

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I, Robert M. Schechter, being of full age, hereby certify:

1. I am a principal at the law firm Porzio, Bromberg & Newman, P.C., with offices located at, among other places, 156 West 56th Street, Suite 803, New York, New York 10019. I am admitted in, practicing in, and a member in good standing of the Bar of the State of New York, the Eastern District of New York, and the Southern District of New York.

2. I have personally performed some of the services rendered by Porzio in this matter and am thoroughly familiar with the services performed on behalf of the Committee by other attorneys and paraprofessionals of my firm in this matter.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Ample Hills Holdings, Inc. (2347); Ample Hills Astoria, LLC (3001); Ample Hills Aventura, LLC (7755); Ample Hills Chelsea, LLC (1803); Ample Hills Creamery, Inc. (9650); Ample Hills Essex Street Market, LLC (8522); Ample Hills Fireboat House, LLC (6699); Ample Hills Gowanus, LLC (2450); Ample Hills Highline, LLC (0197); Ample Hills Jersey City, LLC (7428); Ample Hills LBV, LLC (6652); Ample Hills Manufacturing, LLC (5506); Ample Hills PPW, LLC (2968); Ample Hills Red Hook, LLC (4518); Ample Hills Vanderbilt, LLC (7255); Ample Hills Wholesale Online, LLC (3008).

3. The facts contained in the Application are true and correct to the best of my knowledge, information and belief.

4. The fees and disbursements requested in the Application are in accordance with practices customarily employed by Porzio and generally accepted by Porzio's clients.

5. No agreement or understanding exists between Porzio and any other person or persons or parties to share in any compensation received in connection with these cases except as with respect to the terms of agreement between the principals of Porzio.

6. I certify that the Application sets forth: (a) the amount of fees and disbursements sought, (b) the time period covered by the Application, (c) the total numbers of professional and paraprofessional hours expended; and, further, that the schedules and the exhibits to the Application show (d) the name of each professional and paraprofessional, with his or her position at Porzio (e) the year that each professional was licensed to practice, where applicable, and (f) the hours worked by each professional and paraprofessional both in total and by billing category.

7. To the best of my knowledge, information and belief, the Application substantially complies with the Local Rules.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: August 6, 2020
New York, New York

/s/ Robert M. Schechter
Robert M. Schechter

EXHIBIT C

PORZIO
BROMBERG & NEWMAN P.C.

ATTORNEYS AT LAW

100 SOUTHGATE PARKWAY, PO BOX 1997
MORRISTOWN, NJ 07962-1997
TEL (973) 538-4006
FAX (973) 538-5146
TAX ID: 22-2005150

August 5, 2020

Official Committee of Unsecured Creditors
305 Nevins Street
Brooklyn, NY 11215

Invoice # 3250819

Re: *In re: Ample Hills Holdings, Inc.*
Our Matter # 022934.016178
Billing Attorney: Rachel A. Parisi

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 06/30/20

Professional Services	95,025.50
Disbursements	615.11
TOTAL CURRENT INVOICE	\$95,640.61
TOTAL BALANCE DUE	\$95,640.61

Please make check payable to Porzio, Bromberg & Newman, P.C.

REMITTANCE PAGE

PORZIO
BROMBERG & NEWMAN P.C.
 ATTORNEYS AT LAW

100 SOUTHGATE PARKWAY, PO BOX 1997
 MORRISTOWN, NJ 07962-1997
 TEL (973) 538-4006
 FAX (973) 538-5146
 TAX ID: 22-2005150

August 5, 2020

Official Committee of Unsecured Creditors
 305 Nevins Street
 Brooklyn, NY 11215

Invoice # 3250819

Re: *In re: Ample Hills Holdings, Inc.*
 Our Matter # 022934.016178
 Billing Attorney: Rachel A. Parisi

AGGREGATE TIME SUMMARY BY TASK CODE

<u>Task Code</u>	<u>Task Description</u>	<u>Total Hours</u>	<u>Total Amount</u>
ASSTANAL	Asset Analysis and Recovery	7.00	2,252.50
ASSTDISP	Asset Disposition	47.00	24,750.50
BUSOPS	Business Operations	0.30	205.50
CASEADMN	Case Administration	10.60	4,084.00
CASHCOLL	Cash Collateral	46.30	24,169.00
CLAIMS	Claims Administration and Objections	26.30	12,735.50
CORPGOV	Corporate Governance and Board Matters	1.30	764.50
FEEAPPS	Fee/Employment Applications	33.10	10,855.00
FEEOBS	Fee/Employment Objections	1.00	235.00
FINANCE	Financing	4.50	3,061.50
LITIGATE	Litigation (other than Avoidance Action	2.70	672.00
	Litigation		
MEETCOM	Meetings and Communications with Creditors	24.00	10,957.50
RELIEF	Relief from Stay Proceedings	0.80	188.00
REPORTG	Reporting	0.20	95.00
Total		<u>205.10</u>	<u>95,025.50</u>

AGGREGATE TIME SUMMARY BY TASK CODE BY TIMEKEEPER

<u>Task Code</u>	<u>Timekeeper</u>	<u>Title</u>	<u>Total Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Asset Analysis and Recovery					
ASSTANAL	Denys, T. A. Esq	Principal	0.30	685.00	205.50
	Dermatis, M. P.	Paralegal - 2 - Senior Level	0.90	260.00	234.00
	Fuentes, N.	Paralegal - 3 -	4.80	235.00	1,128.00

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<u>Task Code</u>	<u>Timekeeper</u>	<u>Title</u>	<u>Total Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
	Schechter, R. M.	Senior Level Principal	1.00	685.00	685.00
Asset Analysis and Recovery					
Total			7.00		2,252.50
Asset Disposition					
ASSTDISP	Fuentes, N.	Paralegal - 3 - Senior Level	1.40	235.00	329.00
	Parisi, R. A.	Counsel	0.70	550.00	385.00
	Schechter, R. M.	Principal	12.90	685.00	8,836.50
	Sklar, D. E.	Associate 1	32.00	475.00	15,200.00
Asset Disposition					
Total			47.00		24,750.50
Business Operations					
BUSOPS	Schechter, R. M.	Principal	0.30	685.00	205.50
Business Operations					
Total			0.30		205.50
Case Administration					
CASEADMN	Fuentes, N.	Paralegal - 3 - Senior Level	6.00	235.00	1,410.00
	Parisi, R. A.	Counsel	1.20	550.00	660.00
	Schechter, R. M.	Principal	1.90	685.00	1,301.50
	Sklar, D. E.	Associate 1	1.50	475.00	712.50
Case Administration					
Total			10.60		4,084.00
Cash Collateral					
CASHCOLL	Fuentes, N.	Paralegal - 3 - Senior Level	0.90	235.00	211.50
	Parisi, R. A.	Counsel	16.50	550.00	9,075.00
	Schechter, R. M.	Principal	5.50	685.00	3,767.50
	Sklar, D. E.	Associate 1	23.40	475.00	11,115.00
Cash Collateral					
Total			46.30		24,169.00
Claims Administration and Objections					
CLAIMS	Fuentes, N.	Paralegal - 3 - Senior Level	0.30	235.00	70.50

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<u>Task Code</u>	<u>Timekeeper</u>	<u>Title</u>	<u>Total Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
	Schechter, R. M.	Principal	1.50	685.00	1,027.50
	Sklar, D. E.	Associate 1	24.50	475.00	11,637.50
Claims Administration and Objections					
Total			26.30		12,735.50
Corporate Governance and Board Matters					
CORPGOV	Schechter, R. M.	Principal	0.70	685.00	479.50
	Sklar, D. E.	Associate 1	0.60	475.00	285.00
Corporate Governance and Board Matters					
Total			1.30		764.50
Fee/Employment Applications					
FEEAPPS	Fuentes, N.	Paralegal - 3 - Senior Level	0.60	0.00	0.00
FEEAPPS	Fuentes, N.	Paralegal - 3 - Senior Level	20.80	235.00	4,888.00
	Parisi, R. A.	Counsel	2.10	550.00	1,155.00
	Schechter, R. M.	Principal	1.20	685.00	822.00
	Sklar, D. E.	Associate 1	8.40	475.00	3,990.00
Fee/Employment Applications					
Total			33.10		10,855.00
Fee/Employment Objections					
FEEOBS	Fuentes, N.	Paralegal - 3 - Senior Level	1.00	235.00	235.00
Fee/Employment Objections					
Total			1.00		235.00
Financing					
FINANCE	Schechter, R. M.	Principal	4.40	685.00	3,014.00
	Sklar, D. E.	Associate 1	0.10	475.00	47.50
Financing					
Total			4.50		3,061.50
Litigation (other than Avoidance Action Litigation)					
LITIGATE	Dermatis, M. P.	Paralegal - 2 - Senior Level	0.50	260.00	130.00
	Fuentes, N.	Paralegal - 3 - Senior Level	0.20	0.00	0.00
	Fuentes, N.	Paralegal - 3 -	1.70	235.00	399.50

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<u>Task Code</u>	<u>Timekeeper</u>	<u>Title</u>	<u>Total Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
		Senior Level			
	Sklar, D. E.	Associate 1	0.30	475.00	142.50
Litigation (other than Avoidance Action Litigation)					
Total			2.70		672.00
Meetings and Communications with Creditors					
MEETCOM	Fuentes, N.	Paralegal - 3 - Senior Level	4.50	235.00	1,057.50
	Parisi, R. A.	Counsel	1.50	550.00	825.00
	Schechter, R. M.	Principal	2.50	685.00	1,712.50
	Sklar, D. E.	Associate 1	15.50	475.00	7,362.50
Meetings and Communications with Creditors					
Total			24.00		10,957.50
Relief from Stay Proceedings					
RELIEF	Fuentes, N.	Paralegal - 3 - Senior Level	0.80	235.00	188.00
Relief from Stay Proceedings					
Total			0.80		188.00
Reporting					
REPORTG	Sklar, D. E.	Associate 1	0.20	475.00	95.00
Reporting					
Total			0.20		95.00
Total			205.10		95,025.50

AGGREGATE TIME SUMMARY PAGE BY INDIVIDUAL

0694	Schechter, R. M.	Principal	31.90	685.00	21,851.50
2002	Dermatis, M. P.	Paralegal - 2 - Senior Level	1.40	260.00	364.00
2200	Denys, T. A. Esq	Principal	0.30	685.00	205.50
2268	Parisi, R. A.	Counsel	22.00	550.00	12,100.00
2494	Fuentes, N.	Paralegal - 3 - Senior Level	0.80	0.00	0.00
2494	Fuentes, N.	Paralegal - 3 - Senior Level	42.20	235.00	9,917.00
2616	Sklar, D. E.	Associate 1	106.50	475.00	50,587.50
	Total		205.10		95,025.50

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Time Detail

<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
05/05/20	Correspondence regarding non-debtor Debtor affiliates and analysis of same.	RMS	ASSTANAL	0.10	68.50
05/06/20	Review communication from R. Parisi regarding Flushing Bank Standby LOC Security Deposit in the amount \$75,623.21 and review schedules to see if same was disclosed (.3); review communication regarding AH Corporate documents, import document and save them in Porzio's system for attorney's review (.5);	NVF	ASSTANAL	0.80	188.00
05/07/20	Download Sofas and schedules for each case and save same in our system for further review.	NVF	ASSTANAL	2.00	470.00
05/07/20	Review SOFAs and Schedules.	RMS	ASSTANAL	0.80	548.00
05/08/20	Prepare index to loan documents received and send to D. Sklar and team for review.	MPD	ASSTANAL	0.60	156.00
05/11/20	Prepare e-mail to vendor requesting UCC filing for Flushing Bank (.2); Receive same and forward to D. Sklar for review (.1).	MPD	ASSTANAL	0.30	78.00
05/11/20	Review SOFAS and prepare summary.	NVF	ASSTANAL	2.00	470.00
05/12/20	Review correspondence and information regarding transfers within avoidance period.	RMS	ASSTANAL	0.10	68.50
05/19/20	Exchange of email with D. Sklar regarding IP security interests; receive call from D. Sklar regarding same; search United States Patent and Trademark Office records for federal trademark registrations and/or applications owned by Ample Hill Holdings, Inc.; discuss same with D. Sklar and send copy of Security Interest that has been recorded against the registration for the mark AMPLE HILLS CREAMERY and the application for the mark AMPLE HILLS CREAMERY & DESIGN; receipt and review of email from D. Sklar regarding same.	TAD	ASSTANAL	0.30	205.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
		ASSTANAL	Total	7.00	2,252.50
04/27/20	Attend call with Debtors' counsel regarding status of sale efforts, strategy and next steps.	RMS	ASSTDISP	0.80	548.00
04/28/20	Detail review of Bid Procedures Order entered on the docket and prepare summary with important deadlines (.8); coordinate calendar (.2);	NVF	ASSTDISP	1.00	235.00
04/29/20	Review and consider pending action items in connection with sale process and related costs, and strategy with respect to same.	RMS	ASSTDISP	0.60	411.00
04/29/20	Correspondence regarding NDAs.	RMS	ASSTDISP	0.10	68.50
04/30/20	Communication with Debtor's counsel concerning extension of time; review of NDA for communications with Debtor	DES	ASSTDISP	0.20	95.00
04/30/20	Ensure all deadlines from Bid procedures Order calendared (.4).	NVF	ASSTDISP	0.40	94.00
04/30/20	Communications regarding bid procedures, interested purchaser information and NDAs.	RMS	ASSTDISP	0.40	274.00
05/03/20	Communications with R. Parisi, D. Sklar and R. McCord regarding sale process, costs, global deal (1.3). Follow up communications with R. Parisi and D. Sklar regarding negotiations developments and strategy (.4 NO CHARGE).	RMS	ASSTDISP	1.30	890.50
05/04/20	Conference call with parties concerning bid update; update team members concerning same	DES	ASSTDISP	0.80	380.00
05/05/20	Prepare for and attend hearing on pending motions including retentions and status conference and cash collateral issues centered around sale process.	RMS	ASSTDISP	1.40	959.00
05/06/20	Communication with committee members concerning NDA to be executed	DES	ASSTDISP	0.10	47.50
05/06/20	Communications regarding NDA.	RMS	ASSTDISP	0.10	68.50
05/07/20	Conference call with Debtor concerning marketing efforts	DES	ASSTDISP	0.40	190.00
05/07/20	Communication with Debtor's counsel concerning proposed purchasers	DES	ASSTDISP	0.30	142.50
05/07/20	Review of signed NDA; communication	DES	ASSTDISP	0.40	190.00

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
	with Debtor's counsel and within firm concerning same and resignation of committee member				
05/07/20	Communications regarding sales process and prospective buyers.	RMS	ASSTDISP	0.20	137.00
05/09/20	Communications regarding indication of interest.	RMS	ASSTDISP	0.10	68.50
05/12/20	Communication with Debtor's counsel concerning bidding process	DES	ASSTDISP	0.10	47.50
05/12/20	Communications regarding indications of interest.	RMS	ASSTDISP	0.10	68.50
05/13/20	Conference call concerning bid status; inter-office communication concerning same	DES	ASSTDISP	0.60	285.00
05/13/20	Communication with Debtor's counsel and within firm concerning Debtor's email concerning sale status	DES	ASSTDISP	0.20	95.00
05/13/20	Call regarding indications of interest. Emails regarding same.	RAP	ASSTDISP	0.70	385.00
05/13/20	Communications regarding prospective buyer information.	RMS	ASSTDISP	0.10	68.50
05/19/20	Correspondence regarding indications of interest.	RMS	ASSTDISP	0.10	68.50
05/21/20	Conference call concerning sale process; communication within firm concerning wrap up	DES	ASSTDISP	1.00	475.00
05/28/20	Conference call concerning marketing process; communication within firm concerning same	DES	ASSTDISP	0.50	237.50
06/05/20	Communication with flushing bank concerning sale process	DES	ASSTDISP	0.10	47.50
06/06/20	Review of bids submitted by potential buyers	DES	ASSTDISP	0.10	47.50
06/06/20	Review correspondence regarding bids.	RMS	ASSTDISP	0.20	137.00
06/08/20	Conference call concerning auction process; communication within firm concerning same	DES	ASSTDISP	0.50	237.50
06/09/20	Discussion concerning issues pertaining to the upcoming auction; review of documentation concerning same	DES	ASSTDISP	0.50	237.50
06/09/20	Review of bid material; communication with committee concerning qualifying bid and setting up call	DES	ASSTDISP	0.50	237.50
06/09/20	Teleconference concerning auction process; communication within firm	DES	ASSTDISP	0.70	332.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
06/09/20	concerning same Communications regarding bid procedures and auction.	RMS	ASSTDISP	0.20	137.00
06/10/20	Teleconference concerning asset sale status	DES	ASSTDISP	0.80	380.00
06/10/20	Attend calls/communications regarding bidding.	RMS	ASSTDISP	0.80	548.00
06/11/20	Discussion with potential bidder and consultation parties concerning sale status	DES	ASSTDISP	0.40	190.00
06/11/20	Review of update concerning auction process; discussion with parties and committee concerning same	DES	ASSTDISP	0.50	237.50
06/12/20	Coordinate and conduct conference call with committee concerning sale process updates; draft meeting minutes	DES	ASSTDISP	0.70	332.50
06/12/20	Communicate with secured lender's counsel concerning sale process	DES	ASSTDISP	0.30	142.50
06/12/20	Conference call with parties concerning sale process	DES	ASSTDISP	0.30	142.50
06/12/20	Phone call with Debtor's counsel concerning sale process; inter-office communication concerning same	DES	ASSTDISP	0.40	190.00
06/15/20	Discussion concerning issues raised by potential bidder for sale of Debtors assets; review of applicable case documentation concerning same	DES	ASSTDISP	1.60	760.00
06/15/20	Communicate with D. Sklar regarding continuing interest from alternate bidder and appropriate response to same.	RMS	ASSTDISP	1.40	959.00
06/15/20	Communications regarding bids and contingency issue.	RMS	ASSTDISP	0.10	68.50
06/16/20	Communication with Debtor concerning status of sale	DES	ASSTDISP	0.10	47.50
06/16/20	Draft proposed response to landlord concerning sale process; review of case documentation concerning same	DES	ASSTDISP	0.70	332.50
06/17/20	Discussion concerning landlord attorney question regarding sale process	DES	ASSTDISP	0.10	47.50
06/17/20	Discussion concerning upcoming conference call	DES	ASSTDISP	0.20	95.00
06/17/20	Communications regarding sale and landlord negotiations.	RMS	ASSTDISP	0.20	137.00
06/18/20	Conference call concerning sale status.	DES	ASSTDISP	0.40	190.00
06/18/20	Discussion concerning issues related to	DES	ASSTDISP	0.30	142.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
	sale				
06/19/20	Discussion with landlords counsel	DES	ASSTDISP	0.40	190.00
	concerning sale process				
06/19/20	Discussion concerning matters pending	DES	ASSTDISP	1.40	665.00
	before the Court; draft reply to secured				
	lender's objection				
06/19/20	Discussion with Flushing's counsel	DES	ASSTDISP	0.20	95.00
	concerning sale issues				
06/23/20	Review of cash collateral order prior to	DES	ASSTDISP	0.30	142.50
	Debtors' submission of same to court				
06/23/20	Discussion with Flushing's counsel	DES	ASSTDISP	0.20	95.00
	concerning sale process				
06/23/20	Review and revise limited reply to	DES	ASSTDISP	0.50	237.50
	Flushing objection				
06/23/20	Review of objection of licensor to notice	DES	ASSTDISP	0.10	47.50
	to cure				
06/23/20	Communications regarding sale.	RMS	ASSTDISP	0.10	68.50
06/24/20	Review of docket and discussion with	DES	ASSTDISP	0.10	47.50
	parties concerning status of cash				
	collateral order				
06/24/20	Discussion with Flushing Bank's counsel	DES	ASSTDISP	0.30	142.50
	concerning sale process				
06/24/20	Review and revise sale order	DES	ASSTDISP	0.70	332.50
06/24/20	Conference call amongst parties	DES	ASSTDISP	0.40	190.00
	concerning sale process				
06/24/20	Communications regarding sale status,	RMS	ASSTDISP	0.10	68.50
	order and APA.				
06/25/20	Discussion with flushing counsel	DES	ASSTDISP	0.20	95.00
	concerning case issues and status				
06/25/20	Discussion concerning ongoing sale	DES	ASSTDISP	1.40	665.00
	issues; review of documentation				
	concerning same				
06/25/20	Communications with D. Sklar and	RMS	ASSTDISP	1.00	685.00
	prospective bidder regarding sale process				
	and potential bid.				
06/26/20	Discussion with Debtors' counsel	DES	ASSTDISP	0.40	190.00
	concerning sale issues.				
06/26/20	Discussion within firm concerning	DES	ASSTDISP	0.10	47.50
	supplemental conflict check				
06/26/20	Discussion within firm concerning case	DES	ASSTDISP	0.70	332.50
	issues and competing bids and discussion				
	with bidder's counsel				
06/26/20	Review of entered cash collateral order	DES	ASSTDISP	0.10	47.50
06/26/20	Review of sale order provided by	DES	ASSTDISP	0.20	95.00
	Debtors' counsel; discussion with				

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
06/26/20	Debtors' counsel concerning same Conference call concerning parties; discussion concerning conference call with creditor's counsel	DES	ASSTDISP	0.70	332.50
06/26/20	Conference call concerning case issues; discussion within firm concerning same	DES	ASSTDISP	1.20	570.00
06/26/20	Attend call with UST's counsel, Debtors' counsel, Flushing's counsel regarding sale process, and post-call debrief with D. Sklar regarding same.	RMS	ASSTDISP	1.00	685.00
06/26/20	Communications regarding additional offer; (.2). Review related court order to discuss with D. Sklar (.3).	RMS	ASSTDISP	0.50	342.50
06/27/20	Discussion concerning case issues	DES	ASSTDISP	0.10	47.50
06/27/20	Communicate with D. Sklar regarding sale and inquiries from counsel to insider expressing interest in assets.	RMS	ASSTDISP	0.20	137.00
06/28/20	Discussion concerning case issues	DES	ASSTDISP	0.10	47.50
06/28/20	Review and revise proposed sale order	DES	ASSTDISP	1.00	475.00
06/28/20	Draft correspondence to D. Sklar regarding sale order.	RMS	ASSTDISP	0.10	68.50
06/29/20	Discussion with Flushing's counsel	DES	ASSTDISP	0.30	142.50
06/29/20	Discussion concerning sale issues within firm and interested parties	DES	ASSTDISP	1.60	760.00
06/29/20	Review of Debtor's late filings prior to hearing	DES	ASSTDISP	0.20	95.00
06/29/20	Discussion with Debtors' counsel concerning case issues	DES	ASSTDISP	0.10	47.50
06/29/20	Communications regarding sale process; calls with D. Sklar and counsel to Rosecliff.	RMS	ASSTDISP	1.00	685.00
06/30/20	Review and revise supplemental declaration	DES	ASSTDISP	0.60	285.00
06/30/20	Review of filings by Debtors concerning upcoming hearings	DES	ASSTDISP	1.00	475.00
06/30/20	Appearance at contested hearing as to sale order and related matters	DES	ASSTDISP	2.80	1,330.00
06/30/20	Discussion with Flushing counsel concerning case issues prior to hearing	DES	ASSTDISP	0.30	142.50
06/30/20	Review of sale order reflecting hearing outcome	DES	ASSTDISP	0.10	47.50
06/30/20	Discussion concerning sale hearing outcome	DES	ASSTDISP	0.40	190.00
06/30/20	Multiple communications regarding sale hearing and results.	RMS	ASSTDISP	0.70	479.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
			ASSTDISP Total	47.00	24,750.50
05/21/20	Correspondence regarding ACH and DIP account.	RMS	BUSOPS	0.10	68.50
05/22/20	Communications regarding ACH issues.	RMS	BUSOPS	0.10	68.50
05/27/20	Correspondence regarding pop up sale activity.	RMS	BUSOPS	0.10	68.50
			BUSOPS Total	0.30	205.50
04/25/20	Assessment of initial action items (5); communicate with R. Parisi and D. Sklar regarding same. (.7)	RMS	CASEADMN	1.20	822.00
04/27/20	Follow-up conference call regarding initial case action items.	DES	CASEADMN	0.60	285.00
04/27/20	Review docket to confirm hearings and dates to calendar and coordinate with S. Kelly matters schedules on May 5, 2020 (.7); Review other matters scheduled on different date hearings (.4); review emails from R. Parisi and D. Sklar regarding dataroom (.1);	NVF	CASEADMN	1.20	282.00
04/28/20	Review and revise committee by laws.	DES	CASEADMN	0.50	237.50
04/28/20	Communication with Debtor's counsel concerning pending motions	DES	CASEADMN	0.10	47.50
04/28/20	Telephone conference with S. Kelly to coordinate administrative tasks regarding opening matter, conflict check, task codes to comply with guidelines (.5)	NVF	CASEADMN	0.50	117.50
04/28/20	Review emails from S. Kelly regarding court procedures for hearing (.1); review Judge's procedures and coordinate with S. Kelly to email Chambers regarding R. Parisi's appearance (.3); review emails from Chambers (.1); download and save copies of all matters scheduled for hearing on May 5, 2020 and ensure calendar of same (.8); ensure all dates and deadlines were calendared (.5)	NVF	CASEADMN	1.80	423.00
04/29/20	Review and edit bylaws.	RAP	CASEADMN	1.20	660.00
04/29/20	Communications regarding issues to address with UST's counsel.	RMS	CASEADMN	0.10	68.50
05/04/20	Review notice of agenda for tomorrow's hearing.	RMS	CASEADMN	0.10	68.50
05/05/20	Review Notice of Agenda filed on the docket (.1); downloaded all documents	NVF	CASEADMN	1.50	352.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
	related to hearing on May 6, 2020 to prepare (1); communicate with S. Kelly regarding e-mail from appearance of D. Sklar (.1); review notices entered on the docket regarding matters adjourned to 5/12 and coordinate proper calendar of same (.3);				
05/18/20	Correspondence regarding potential additional debtor entities.	RMS	CASEADMN	0.10	68.50
05/26/20	Review of court filing by debtor in advance of hearing	DES	CASEADMN	0.10	47.50
05/27/20	Review docket and ensure calendar is updated;	NVF	CASEADMN	0.20	47.00
06/02/20	Review of correspondence concerning privacy ombudsman	DES	CASEADMN	0.10	47.50
06/02/20	Attend call with consumer privacy ombudsman and correspondence to team regarding same.	RMS	CASEADMN	0.40	274.00
06/03/20	Communication within firm concerning 341a hearing	DES	CASEADMN	0.10	47.50
06/15/20	Review docket to confirm filing and calendaring.	NVF	CASEADMN	0.20	47.00
06/16/20	Review and consider case administration procedures; confer with M. Dermatis regarding same.	NVF	CASEADMN	0.20	47.00
06/18/20	Review email from S. Kelly regarding hearing on 6/23 (.1); review docket and confirm hearing was adjourned to 6/30 (.1)	NVF	CASEADMN	0.20	47.00
06/30/20	Review filings on the docket;	NVF	CASEADMN	0.20	47.00
			CASEADMN Total	10.60	4,084.00
04/26/20	Research and review precedent cases provisions for Cash collateral carve out for professionals (.6); compile information and send summaries to R. Parisi and D. Sklar (.3)	NVF	CASHCOLL	0.90	211.50
04/27/20	Initial Conference Call with Debtor's Counsel	DES	CASHCOLL	0.90	427.50
04/27/20	Prepare for and attend call with R. McCord (1.0). Prepare for and attend call with Debtors' counsel (1.3).	RAP	CASHCOLL	2.30	1,265.00
04/28/20	Conference call and preparation for conference call	DES	CASHCOLL	1.30	617.50
04/29/20	Conference call with lender's counsel	DES	CASHCOLL	0.50	237.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
04/29/20	Communication with parties concerning action items and case issues	DES	CASHCOLL	1.10	522.50
04/29/20	Conference call with Debtor's counsel concerning case issues; review of case documentation in accordance with same.	DES	CASHCOLL	1.20	570.00
04/29/20	Call with Debtors' counsel.	RAP	CASHCOLL	0.80	440.00
04/30/20	Phone call w/ US Trustee regarding cash, communication within firm concerning same and follow up communication with US Trustee concerning same.	DES	CASHCOLL	0.60	285.00
05/01/20	Phone call with Debtor's counsel concerning case issues; conference call with Debtor's counsel and US Trustee	DES	CASHCOLL	0.90	427.50
05/01/20	Conference call with Debtor's counsel and creditor's counsel regarding carve out.	DES	CASHCOLL	0.90	427.50
05/01/20	Internal discussion issues, status and strategy.	DES	CASHCOLL	0.30	142.50
05/01/20	Review of order prior to submission to the Court; conference with parties concerning same	DES	CASHCOLL	0.70	332.50
05/01/20	Call regarding carve out negotiations.	RAP	CASHCOLL	0.80	440.00
05/01/20	Attend call with Debtors counsel regarding pending retention and carve out matters (.5). Debrief with R. Parisi (.1). Attend call with Flushing's and Debtors' counsel (.4 NO CHARGE); Follow up call with Flushing's counsel (.5 NO CHARGE). Discuss next steps with R. Parisi (.3).	RMS	CASHCOLL	0.90	616.50
05/01/20	Continued communications regarding carve out negotiation and unsecured creditor participation.	RMS	CASHCOLL	0.30	205.50
05/02/20	Inter-Office Conference Call concerning case issues and strategy	DES	CASHCOLL	0.70	332.50
05/03/20	Conference call concerning case issues and potential resolution; communication with parties and within firm concerning same	DES	CASHCOLL	2.40	1,140.00
05/04/20	Edits to CC order and Scouler Order.	RAP	CASHCOLL	0.50	275.00
05/04/20	Communications regarding CC Order.	RMS	CASHCOLL	0.30	205.50
05/05/20	Review of proposal from Flushing concerning cash collateral; review of correspondence by Debtor's counsel concerning same; communication within	DES	CASHCOLL	0.20	95.00

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
	firm concerning same				
05/05/20	Phone conference concerning hearings; review of pleadings concerning same	DES	CASHCOLL	0.60	285.00
05/05/20	Telephonic appearance at hearing for ongoing case matters	DES	CASHCOLL	1.30	617.50
05/05/20	Prepare for and attend hearing.	RAP	CASHCOLL	1.70	935.00
05/06/20	Communication with creditor's counsel concerning committee issues	DES	CASHCOLL	0.20	95.00
05/06/20	Review of email concerning cash collateral for next steps in case	DES	CASHCOLL	0.10	47.50
05/06/20	Work through CC carveout negotiations with Debtor's counsel.	RAP	CASHCOLL	0.50	275.00
05/07/20	Review of status of cash collateral; communication within firm concerning same	DES	CASHCOLL	0.20	95.00
05/07/20	Review of Debtor's cash management order	DES	CASHCOLL	0.10	47.50
05/07/20	Communications regarding adequate protection payments.	RMS	CASHCOLL	0.10	68.50
05/08/20	Review of cash collateral language prior to submission to lender; review of proposed edits by Debtor's counsel	DES	CASHCOLL	0.20	95.00
05/08/20	Emails regarding cash collateral negotiations, correspondence with Debtors regarding same.	RAP	CASHCOLL	0.30	165.00
05/08/20	Communications regarding budget, carve out and CC order.	RMS	CASHCOLL	0.30	205.50
05/11/20	Communication with Debtors' counsel concerning case issues; review of background concerning same; communication within firm concerning same	DES	CASHCOLL	0.30	142.50
05/11/20	Interoffice conference concerning cash collateral and related issues	DES	CASHCOLL	0.20	95.00
05/11/20	Communications regarding joint proposal on cash collateral, liens and carve out.	RMS	CASHCOLL	0.20	137.00
05/12/20	Appearance at hearing	DES	CASHCOLL	0.70	332.50
05/12/20	Calls and emails regarding cash collateral negotiations, call with G. Utlick regarding same, emails with Rich McCord regarding same.	RAP	CASHCOLL	1.20	660.00
05/14/20	Communication with Debtor's counsel concerning case issues	DES	CASHCOLL	0.10	47.50
05/18/20	Review of D. Sklar memo regarding lien	RAP	CASHCOLL	0.70	385.00

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
05/19/20	perfection, emails regarding same. Conference call with Debtor's counsel and inter-office follow-up	DES	CASHCOLL	1.10	522.50
05/19/20	Call with S. Sklar and R. Schechter regarding cash collateral negotiations and lien review. Prepare by finalizing review of D. Sklar memo.	RAP	CASHCOLL	1.10	605.00
05/19/20	Call with G. Utlick and D. Sklar regarding cash collateral negotiations, other case issues.	RAP	CASHCOLL	1.00	550.00
05/19/20	Communications regarding CC, carve out and finalizing same; correspondence regarding SBA issues.	RMS	CASHCOLL	0.40	274.00
05/20/20	Teleconference concerning case issues	DES	CASHCOLL	0.50	237.50
05/20/20	Ample hills - call with R. Schechter And d Sklar. Email to rich McCord regarding Cash collateral	RAP	CASHCOLL	0.40	220.00
05/20/20	Communicate with R. Parisi and D. Sklar regarding cash collateral issues, carve out and follow up with Flushing.	RMS	CASHCOLL	0.50	342.50
05/21/20	Conference call with Flushing Bank's counsel concerning cash collateral issues	DES	CASHCOLL	0.70	332.50
05/21/20	Prepare for and attend CC call with Rich McCord of Flushing	RAP	CASHCOLL	0.70	385.00
05/21/20	Conference call regarding CC and carveout.	RMS	CASHCOLL	0.30	205.50
05/22/20	Conference call with Flushing Bank's counsel concerning case issues	DES	CASHCOLL	0.60	285.00
05/22/20	Prepare for and attend call with Flushing regarding CC negotiations.	RAP	CASHCOLL	0.50	275.00
05/23/20	Work through changes to CC order based on negotiations with Flushing.	RAP	CASHCOLL	1.20	660.00
05/24/20	Review and revise cash collateral order	DES	CASHCOLL	0.30	142.50
05/24/20	Review CC Order, edits to and communications regarding same.	RMS	CASHCOLL	0.50	342.50
05/26/20	Review and revise cash collateral order; communication with Flushing Bank's counsel concerning same	DES	CASHCOLL	1.00	475.00
05/26/20	Review language relating to cash collateral order; communications regarding same.	RMS	CASHCOLL	0.20	137.00
05/27/20	Review of cash collateral pending hearing and other relevant documentation concerning same	DES	CASHCOLL	0.10	47.50
05/27/20	Appearance at hearing for cash collateral	DES	CASHCOLL	1.40	665.00

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
05/27/20	Emails regarding proposed language in CC order regarding \$50k deal with bank.	RAP	CASHCOLL	0.30	165.00
05/27/20	Communications regarding continuing discussion on cash collateral and order.	RMS	CASHCOLL	0.10	68.50
05/29/20	Review of proposed cash collateral order; draft proposed response to Debtors' counsel concerning same	DES	CASHCOLL	0.40	190.00
05/29/20	Emails regarding CC order language with Debtors' counsel. Review order from Flushing.	RAP	CASHCOLL	0.50	275.00
05/29/20	Communications regarding cash collateral, carve out and order.	RMS	CASHCOLL	0.50	342.50
06/01/20	Conference call concerning cash collateral issues	DES	CASHCOLL	0.80	380.00
06/01/20	Call regarding CC order, sale process.	RAP	CASHCOLL	0.60	330.00
06/01/20	Communications regarding additional \$50k carveout.	RMS	CASHCOLL	0.20	137.00
06/02/20	Review of cash collateral motion concerning Section 362 issue; communication with secured creditor's counsel concerning same	DES	CASHCOLL	0.10	47.50
06/02/20	Call regarding CC order and marketing process. Review and assess CC redline from Debtor's counsel, emails with team regarding same.	RAP	CASHCOLL	1.40	770.00
06/02/20	Review edits to CC Order from Debtors' counsel, draft revisions to same, communications regarding same. (.3). Communications regarding SBA loan. (.1).	RMS	CASHCOLL	0.40	274.00
06/03/20	Review of updated cash collateral language in proposed orders prior to submission to court; correspondence amongst parties concerning same	DES	CASHCOLL	0.30	142.50
06/03/20	Communications regarding agreement on CC order.	RMS	CASHCOLL	0.30	205.50
06/04/20	Review of final cash collateral order; communication within firm and with committee concerning case issues	DES	CASHCOLL	0.40	190.00
CASHCOLL Total				46.30	24,169.00
05/01/20	Discussion concerning ongoing case issues and proposed strategy.	DES	CLAIMS	0.20	95.00
05/05/20	Communications regarding claims bar date.	RMS	CLAIMS	0.10	68.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
05/06/20	Communications regarding loan document file.	RMS	CLAIMS	0.10	68.50
05/07/20	Communication within firm concerning indexing of Flushing Loan documents	DES	CLAIMS	0.10	47.50
05/08/20	Preliminary Review of loan documentation for potential lien objection	DES	CLAIMS	0.70	332.50
05/09/20	Review of Flushing Loan documents for potential lien objection	DES	CLAIMS	2.50	1,187.50
05/09/20	Review correspondence regarding SBA loan guarantee terms.	RMS	CLAIMS	0.10	68.50
05/14/20	Communication with Debtor's counsel; review of case documentation and SBA loan documentation	DES	CLAIMS	0.20	95.00
05/15/20	Review of Flushing loan documentation; draft memorandum concerning same	DES	CLAIMS	4.30	2,042.50
05/15/20	Communications regarding Flushing SBA guarantee.	RMS	CLAIMS	0.10	68.50
05/17/20	Draft memorandum concerning Flushing's liens	DES	CLAIMS	0.90	427.50
05/18/20	Communication within firm concerning memorandum and Flushing Liens; draft charts for committee in conjunction with memorandum; review of case documentation to guide case strategy	DES	CLAIMS	2.80	1,330.00
05/18/20	Communications regarding lien perfection.	RMS	CLAIMS	0.20	137.00
05/19/20	Communication within firm concerning case issues; review and revise memorandum concerning same; review of case documentation concerning same	DES	CLAIMS	4.60	2,185.00
05/20/20	Review and revise memorandum; draft loan abstracts; communication with committee concerning same	DES	CLAIMS	3.70	1,757.50
05/20/20	Communications regarding lien review memorandum.	RMS	CLAIMS	0.20	137.00
05/20/20	Review lien analysis memo and provide comments/edits to same.	RMS	CLAIMS	0.30	205.50
05/22/20	Prepare memorandums for submission to committee; communication concerning case issues	DES	CLAIMS	0.40	190.00
05/29/20	Communication with the CRO and flushing concerning SBA guaranty	DES	CLAIMS	0.20	95.00
05/31/20	Correspondence regarding bar date order.	RMS	CLAIMS	0.10	68.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
06/01/20	Discussion concerning case issues and cash collateral negotiations; review of issues concerning same	DES	CLAIMS	0.80	380.00
06/02/20	Review of cash collateral clause revision by Debtors' counsel; communication within firm concerning same	DES	CLAIMS	0.50	237.50
06/02/20	Conference call with parties concerning case issues	DES	CLAIMS	0.80	380.00
06/02/20	Review of motion for bar date;	DES	CLAIMS	0.10	47.50
06/03/20	Email Discussion concerning creditor request for bar date	DES	CLAIMS	0.10	47.50
06/03/20	Correspondence with creditor regarding bar date.	RMS	CLAIMS	0.10	68.50
06/12/20	Communication with creditor and Trustee concerning address change; review of procedure concerning same	DES	CLAIMS	0.30	142.50
06/15/20	Review Order entered regarding deadlines for filing a claims (.1); ensure proper calendar of deadlines (.1)	NVF	CLAIMS	0.20	47.00
06/18/20	Research concerting upcoming matter before the court; discussion with Flushing Bank's counsel concerning same	DES	CLAIMS	1.30	617.50
06/19/20	Communicate with S. Kelly regarding matter on 6.30	NVF	CLAIMS	0.10	23.50
06/19/20	Communications regarding landlord deposits.	RMS	CLAIMS	0.20	137.00
CLAIMS Total				26.30	12,735.50
04/25/20	Research case law concerning CRO appointment under Section 363 concerning upcoming motion	DES	CORPGOV	0.40	190.00
04/27/20	Communications regarding concerns of secured creditor and items to address with Committee in connection with quick sale timeline, CRO, expenses, budget and carveout.	RMS	CORPGOV	0.30	205.50
04/29/20	Communicate with R. Parisi regarding sale process, CRO retention and negotiations regarding carveout. Contact R. McCord regarding case status and next steps.	RMS	CORPGOV	0.30	205.50
04/30/20	Communication with Debtors' counsel concerning resolution to CRO retention	DES	CORPGOV	0.20	95.00
04/30/20	Communications regarding CRO	RMS	CORPGOV	0.10	68.50

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<u>Date</u>	<u>Description</u> proposal.	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
CORPGOV Total				1.30	764.50
04/27/20	Review of retention application prior to filing	DES	FEEAPPS	0.30	142.50
04/27/20	Review local rules for retention application to ensure compliance with guidelines (.3); review precedent cases and pleadings filed in other cases in EDNY regarding retention application (.3); prepare Porzio's retention application (2); prepare notice of retention application (.3); prepare certification in support of retention (1); prepare proposed order for retention application (.8); communicate with S. Kelly regarding list of conflict check review and review list (.3);	NVF	FEEAPPS	5.00	1,175.00
04/27/20	Review email from S. Kelly regarding task codes (.1); review guidelines from Region 2 Trustee's office and confirm task codes (.5). NO CHARGE.	NVF	FEEAPPS	0.60	0.00
04/28/20	Review of case documentation prior to execution and/or filing.	DES	FEEAPPS	0.90	427.50
04/28/20	Communicate with R. Parisi and D. Sklar regarding provision in retention application (.2);	NVF	FEEAPPS	0.20	47.00
04/29/20	Communications regarding retention. Trustee Guidelines and information to review for certification in connection with same.	NVF	FEEAPPS	1.00	235.00
04/29/20	Review retention application.	RAP	FEEAPPS	1.50	825.00
04/29/20	Communications regarding conflicts check.	RMS	FEEAPPS	0.20	137.00
04/30/20	Update Declaration in support of retention application (.4); communications regarding trustee guidelines and retention terms (.4).	NVF	FEEAPPS	0.80	188.00
04/30/20	Communications regarding review and analysis for certification.	RMS	FEEAPPS	0.20	137.00
05/01/20	Compile conflict check list, save them in the system and communicate with R. Parisi regarding review.	NVF	FEEAPPS	0.50	117.50
05/04/20	Review conflict check report from R. Parisi and update declaration with proper	NVF	FEEAPPS	1.80	423.00

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
	disclosures (1.3.); update Retention application, compile with exhibits, declaration and proposed order and circulate (.5);				
05/04/20	Finalize retention application.	RAP	FEEAPPS	0.20	110.00
05/04/20	Communications regarding Scouler retention.	RMS	FEEAPPS	0.20	137.00
05/04/20	Communications regarding Porzio retention, conflicts check, disclosures.	RMS	FEEAPPS	0.10	68.50
05/05/20	Review further comments from U.S. Trustee regarding Porzio's fee application and update pleadings accordingly (.4); prepare redlines, compile and circulate (.3); Review conflict disclosure and review each disclosure to confirm amount billed during 2019 per Trustee's request (1); communicate with Finance Department to complete further disclosures per Trustee's request (.2);	NVF	FEEAPPS	1.90	446.50
05/06/20	Communicate with Finance Service regarding further disclosures for retention application (.2); circulate declaration to R. Parisi (.1); review further comments from U.S. Trustee and update declaration accordingly, compile and circulate (.4);	NVF	FEEAPPS	0.70	164.50
05/06/20	Work through retention application issues with UST Office.	RAP	FEEAPPS	0.40	220.00
05/06/20	Communications regarding PBN retention.	RMS	FEEAPPS	0.10	68.50
05/07/20	Update dates, signatures and compile retention application, declaration and Order for R. Parisi review and for Committee's signature.	NVF	FEEAPPS	0.30	70.50
05/07/20	Review correspondence regarding Porzio retention.	RMS	FEEAPPS	0.10	68.50
05/08/20	Communicate with R. Parisi regarding service (.1); review rules and docket to confirm service (.3); compile signed retention and send to R. Parisi for final review (.2); Compile documents for filing (.2); file retention application on the docket (.3); download retention application and serve via email upon	NVF	FEEAPPS	1.60	376.00

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
	required parties (.3); calendar deadlines accordingly (.1); communicate with office service regarding mailing of application (.1)				
05/08/20	Review orders on retentions.	RMS	FEEAPPS	0.10	68.50
05/08/20	Communications regarding retention application.	RMS	FEEAPPS	0.10	68.50
05/19/20	Review list of service for retention application (.2) Prepare Certificate of Service (.7)	NVF	FEEAPPS	0.90	211.50
05/26/20	Review of COS prior to filing	DES	FEEAPPS	0.10	47.50
05/26/20	Follow up on COS review.	NVF	FEEAPPS	0.10	23.50
05/26/20	Update COS for retention application, compile for filing and file same with the Court.	NVF	FEEAPPS	0.60	141.00
05/29/20	Update date, compile for filing and file certificate of no Objection (.5); file proposed order on ECF (.2); communicate with R. Parisi regarding same (.1)	NVF	FEEAPPS	0.80	188.00
06/01/20	Communicate with Chambers regarding hearing on June 2 for retention application (.2); review email from Chambers regarding hearing on fee application (.1)	NVF	FEEAPPS	0.30	70.50
06/02/20	Review retention Order and circulate (.1); review email from S. Kelly and coordinate calendar dates (.2)	NVF	FEEAPPS	0.30	70.50
06/02/20	Review Porzio retention order.	RMS	FEEAPPS	0.10	68.50
06/03/20	Review if any Order regarding fee application or procedures have been entered.	NVF	FEEAPPS	0.10	23.50
06/10/20	Review of fee statement for fee application to be filed	DES	FEEAPPS	0.40	190.00
06/11/20	Review of billing for fee application to be filed	DES	FEEAPPS	0.60	285.00
06/12/20	Review of billing for fee application to be filed	DES	FEEAPPS	0.80	380.00
06/18/20	Research background concerning retention; draft supplemental certification to application to be retained as counsel	DES	FEEAPPS	2.90	1,377.50
06/23/20	Discussion concerning supplemental certification; review of case background concerning same	DES	FEEAPPS	0.90	427.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
06/23/20	Review communication regarding supplemental declaration and review of additional parties;	NVF	FEEAPPS	0.10	23.50
06/24/20	Review list of creditors on schedules circulated by D. Sklar and provide additional list of parties to search if there is any potential conflict of interest.	NVF	FEEAPPS	0.80	188.00
06/26/20	Review of supplemental conflict report; communication within firm concerning same	DES	FEEAPPS	0.30	142.50
06/26/20	Review supplemental conflict check and prepare summary of potential conflict of interest; circulate information to R. Schechter and D. Sklar	NVF	FEEAPPS	1.90	446.50
06/26/20	Communicate with D. Sklar regarding supplemental declaration.	NVF	FEEAPPS	0.10	23.50
06/29/20	Review and revise issues related to supplemental disclosure; discussion within firm concerning same	DES	FEEAPPS	1.20	570.00
06/29/20	Review and prepare supplemental declaration (.3); communicate with finance regarding review of relevant records (.2); update exhibit for supplemental declaration (.2); review communication from D. Sklar regarding same (.1)	NVF	FEEAPPS	0.80	188.00
06/30/20	Update supplemental declaration exhibit;	NVF	FEEAPPS	0.20	47.00
FEEAPPS Total				33.10	10,855.00
05/04/20	Review communication from R. Parisi regarding Scouler engagement (.1); review docket, locate Scouler retainer letter, download and circulate same (.2)	NVF	FEEOBS	0.30	70.50
05/27/20	Review local rules and any order entered on the docket related to filing of notice of no objection (.2); Prepare certificate of no objection for Porzio's retention application (.5).	NVF	FEEOBS	0.70	164.50
FEEOBS Total				1.00	235.00
04/26/20	Communications regarding budget and carve out.	RMS	FINANCE	0.30	205.50
04/28/20	Communications regarding Flushing negotiations, carve out and sale strategy (.2). Review sale and financial	RMS	FINANCE	0.30	205.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
04/29/20	information from Debtors' counsel. (.1). Attend call with secured creditors counsel regarding carve out and sale.	RMS	FINANCE	0.50	342.50
05/05/20	Review and consider secured creditor collateral and carve-out issues, negotiations in connection with same, and communications regarding structure for Committee professionals and GUC carve out.	RMS	FINANCE	0.80	548.00
05/06/20	Communications regarding Ample Hills budget and carve out.	RMS	FINANCE	0.30	205.50
05/12/20	Review of Debtor's Budget	DES	FINANCE	0.10	47.50
05/12/20	Review correspondence regarding adequate protection payment and sale process budget; consider replacement lien issue.	RMS	FINANCE	0.20	137.00
05/12/20	Review CC budget to actual.	RMS	FINANCE	0.10	68.50
05/22/20	Prepare for (.3) and attend Committee call regarding CC and carve out negotiations (.6). Communicate with counsel to Flushing Bank regarding same (.3) Debrief with R. Parisi and D. Sklar regarding next steps (.2).	RMS	FINANCE	1.40	959.00
05/23/20	Communications regarding CC and carveout.	RMS	FINANCE	0.10	68.50
05/26/20	Review filing regarding revised cash management order.	RMS	FINANCE	0.10	68.50
05/27/20	Consider potential GUC Trust cash contribution structure and communications regarding same.	RMS	FINANCE	0.30	205.50
FINANCE Total				4.50	3,061.50
05/06/20	Review email from D. Sklar with summary of hearing on 5/6. NO CHARGE.	NVF	LITIGATE	0.20	0.00
05/12/20	Review of recent filings prior to hearing	DES	LITIGATE	0.20	95.00
05/12/20	Review of objection filed by creditor	DES	LITIGATE	0.10	47.50
05/26/20	Review filings and imported documents in preparation of hearing.	NVF	LITIGATE	0.30	70.50
06/01/20	Import all documents related to hearing scheduled on June 30, 2020 and ensure proper calendar (.8); review further emails from R. Parisi regarding calendar, review docket and coordinate calendar of pending matters (.3)	NVF	LITIGATE	1.10	258.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
06/23/20	Electronically file OCUC's Response to Flushing Bank's Limited Objection.	MPD	LITIGATE	0.50	130.00
06/25/20	Communicate with S. Kelly to register D. Sklar for hearing (.1); email to chambers confirming attendance of hearing (.1); confirm with R. Schechter attendance of hearing (.1)	NVF	LITIGATE	0.30	70.50
LITIGATE Total				2.70	672.00
04/25/20	Review of case docket for case background for introduction to committee members and guide strategy; draft correspondence explaining agenda and action items	DES	MEETCOM	0.60	285.00
04/25/20	Communication with committee chair concerning appointment and setting conference call	DES	MEETCOM	0.10	47.50
04/25/20	Ample Hills Conference call concerning committee representation and case strategy discussion.	DES	MEETCOM	0.80	380.00
04/26/20	Communication with secured creditor's counsel and debtor's counsel concerning case matters	DES	MEETCOM	0.70	332.50
04/26/20	Review emails from R. Parisi regarding creating list of creditors committee mails and team mail (.1); review email from R. Parisi regarding retention application and bylaws (.1); review case, docket and download petition, top 30 creditors and committee appointment notice (.8); prepare bylaws (1.4);	NVF	MEETCOM	2.40	564.00
04/26/20	Compile emails to create Committee group and work group emails and coordinate same with IT Department.	NVF	MEETCOM	0.20	47.00
04/26/20	Communications regarding creditors committee action items.	RMS	MEETCOM	0.20	137.00
04/27/20	Communication with committee members concerning initial phone conference	DES	MEETCOM	0.10	47.50
04/27/20	Conference call with secured creditor's counsel and follow up on call	DES	MEETCOM	1.60	760.00
04/27/20	Initial review of client documentation concerning case issues	DES	MEETCOM	0.20	95.00
04/27/20	Communicate with IT Services regarding creation of work group emails and	NVF	MEETCOM	0.20	47.00

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
	Committee emails (.2)				
04/28/20	Phone call with committee member concerning upcoming meeting,	DES	MEETCOM	0.10	47.50
04/28/20	Attend Committee call (1.1), prep for same with R. Schechter and D. Sklar (0.4).	RAP	MEETCOM	1.50	825.00
04/28/20	Prepare for (.5) and conduct Committee Call (1.1).	RMS	MEETCOM	1.60	1,096.00
05/01/20	Phone call with committee member concerning case issues	DES	MEETCOM	0.10	47.50
05/01/20	Communication with Committee concerning NDA; review of NDA prior to submission to client.	DES	MEETCOM	0.20	95.00
05/01/20	Phone call with US Trustee concerning potential committee conflict	DES	MEETCOM	0.10	47.50
05/01/20	Communication with committee members concerning case issues and resolution to application before court; communication with Debtor's counsel concerning same	DES	MEETCOM	0.30	142.50
05/01/20	Email to creditor's committee concerning Debtor proposal concerning retention of professional	DES	MEETCOM	0.20	95.00
05/04/20	Communication with committee concerning call to be scheduled; communication with Debtor's counsel concerning case matters	DES	MEETCOM	0.20	95.00
05/04/20	Call with US Trustee concerning potential committee conflict; follow-up call with committee member	DES	MEETCOM	0.60	285.00
05/05/20	Draft minutes for hearing and committee call	DES	MEETCOM	0.30	142.50
05/05/20	Phone call to committee member concerning conference call	DES	MEETCOM	0.10	47.50
05/05/20	Conference call with committee; communication within firm concerning same	DES	MEETCOM	1.10	522.50
05/05/20	Communicate with S. Kelly regarding e-mail to Committee Members for conference (.1); communicate with committee members to schedule conference (.1)	NVF	MEETCOM	0.20	47.00
05/06/20	Review communications from S. Kelly and R. Parisi regarding Committee Conference.	NVF	MEETCOM	0.10	23.50

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
05/07/20	Review updated email with 341(a) meeting documents and import documents to Porzio's system.	NVF	MEETCOM	0.30	70.50
05/07/20	Communications (a) meeting documents	NVF	MEETCOM	0.20	47.00
05/07/20	Communications regarding bylaws and committee members.	RMS	MEETCOM	0.10	68.50
05/08/20	Review of bylaws prior to submission to Committee; communication within committee concerning bylaws and retention application	DES	MEETCOM	0.40	190.00
05/08/20	Review email with Debtor's documents, download and compare to 341(a) documents that we have in the file.	NVF	MEETCOM	0.30	70.50
05/08/20	Communications regarding bylaws, replacement committee member.	RMS	MEETCOM	0.10	68.50
05/11/20	Communication with committee concerning committee member resignation and replacement member	DES	MEETCOM	0.10	47.50
05/12/20	Communication within firm, committee chair and new committee member concerning case issues; draft correspondence giving case background and bringing new committee member up to speed in case; communication with debtor's counsel concerning same and case issues	DES	MEETCOM	1.30	617.50
05/12/20	Review email from R. Parisi regarding additional committee member and coordinate with IT to include him in committee email group.	NVF	MEETCOM	0.10	23.50
05/12/20	Communications regarding new Committee member and NDA.	RMS	MEETCOM	0.10	68.50
05/21/20	Communication with committee concerning scheduling of conference call	DES	MEETCOM	0.10	47.50
05/22/20	Committee Conference call; drafting of minutes	DES	MEETCOM	1.30	617.50
06/03/20	Review 341(a) Meeting notice and update calendar with conference and code number.	NVF	MEETCOM	0.20	47.00
06/03/20	Communications regarding 341.	RMS	MEETCOM	0.10	68.50
06/08/20	Review of case documentation to prepare for 341a hearing; plan and prepare for same	DES	MEETCOM	0.60	285.00
06/08/20	Email discussion concerning 341a hearing outcome	DES	MEETCOM	0.20	95.00

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<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Task Code</u>	<u>Hours</u>	<u>Value</u>
06/08/20	Appearance at 341 hearing	DES	MEETCOM	0.90	427.50
06/08/20	Communications regarding 341.	RMS	MEETCOM	0.20	137.00
06/08/20	Review correspondence regarding 341.	RMS	MEETCOM	0.10	68.50
06/09/20	Communication with creditor concerning case issues	DES	MEETCOM	0.20	95.00
06/10/20	Conference call with committee concerning case issues; draft minutes concerning same	DES	MEETCOM	0.40	190.00
06/10/20	Review email regarding minutes circulated by D. Sklar; review docket and any updated filing (.1)	NVF	MEETCOM	0.20	47.00
06/11/20	Phone call with committee member concerning case status	DES	MEETCOM	0.20	95.00
06/12/20	Review email from D. Sklar regarding minutes.	NVF	MEETCOM	0.10	23.50
06/15/20	Discussion concerning meeting minutes and committee members	DES	MEETCOM	0.20	95.00
06/29/20	Discussion with committee concerning case issues and within firm concerning same; draft minutes of meeting	DES	MEETCOM	1.70	807.50
06/30/20	Draft correspondence to Committee explaining the hearing outcome	DES	MEETCOM	0.50	237.50
MEETCOM Total				24.00	10,957.50
06/08/20	Review docket and pending motions (.2); coordinate calendar of Motion for Relief Flushing Bank (.1); download motion for relief and review the same (.1); update folder for hearing on 6/30 (.1); review Notice of Settlement of Proposed Final CC Order (.2); communicate with R. Schechter and D. Sklar regarding attendance of hearing (.1).	NVF	RELIEF	0.80	188.00
RELIEF Total				0.80	188.00
05/28/20	Review of MOR; communication within firm concerning status of cash collateral	DES	REPORTG	0.20	95.00
REPORTG Total				0.20	95.00
Fees Total				205.10	95,025.50

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Disbursement Summary	Total
Telephone	150.07
Westlaw Research Charges	465.04
Total Disbursements	615.11

Disbursement Detail

Date	Description	Amount
04/30/20	VENDOR: COMMUNIQUE CONFERENCING; INVOICE#: 052685COMMUNIQUE; DATE: 4/30/2020 - Conference Calls 4/1/20 - 4/30/20 (April 20 (20, 22, 25, 27, 28, 29, 2020)	46.38
05/26/20	VENDOR: COMMUNIQUE CONFERENCING; INVOICE#: 052685COMMUNIQUE; DATE: 5/26/2020	16.32
05/31/20	VENDOR: COMMUNIQUE CONFERENCING; INVOICE#: 1780650800; DATE: 5/31/2020 - Conference Calls 5/1/20 - 5/31/20 - RSM 5/22	10.22
05/31/20	VENDOR: COMMUNIQUE CONFERENCING; INVOICE#: 1780650800; DATE: 5/31/2020 - Conference Calls 5/1/20 - 5/31/20 - DES/RAP 5/29; 5/1, 4, 5, 19	37.20
06/30/20	VENDOR: Thomson Reuters - West INVOICE#: 842420865 DATE: 6/1/2020 Thomson Reuters - West 842420865 06/01/20 West Law May 2020 Charges 5/9, 15, 20/20 DES	465.04
06/30/20	VENDOR: COMMUNIQUE CONFERENCING; INVOICE#: 1780655720; DATE: 6/30/2020 - Conference Calls June 1 - June 30 2020	39.95
TOTAL DISBURSEMENTS		\$615.11

TOTALS FOR THIS MATTER

Professional Services	95,025.50
Disbursements	615.11
Total Professional Services & Disbursements	95,640.61

BALANCE DUE THIS INVOICE	\$ 95,640.61
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Previous Balance Due	0.00
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TOTAL AMOUNT DUE INCLUDING THIS INVOICE	\$ 95,640.61
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